

IN THE UNITED STATES DISTRICT COURT  
DISTRICT OF DELAWARE

ST. CLAIR INTELLECTUAL PROPERTY	)	
CONSULTANTS, INC., a Michigan	)	
corporation,	)	
	)	
Plaintiff,	)	
	)	Civil Action No. 05-273 JJF
v.	)	
	)	
MIRAGE SYSTEMS, INC., a California	)	JURY TRIAL DEMANDED
corporation, GEORGE J. MOUSSALLY, an	)	
individual, and KENNETH L. FORD, an	)	
individual,	)	
	)	
Defendants.	)	

**MOTION FOR SUBSTITUTION  
PURSUANT TO FED. R. CIV. P. 25(C)**

Eastman Kodak Company ("Kodak"), a New Jersey corporation that has not previously been named or appeared in this action, respectfully moves pursuant to Fed. R. Civ. P. 25(c) for an order substituting Kodak as a defendant for Mirage Systems, Inc. ("Mirage"), with respect to Counts I, II, III, IV, and V of the Complaint (D.I. 1).

This action arises out of a dispute about the ownership of United States Patent Nos. 5,138,459, 5,576,757, 6,094, 219, 6,233,010, 6,323,899, and 6,496,222 (collectively, "the patents-in-suit"). Plaintiff St. Clair Intellectual Property Consultants ("St. Clair") alleges that it is entitled to a declaratory judgment of ownership of the patents-in-suit (Count I), as well as a declaration quieting title to the patents-in-suit under several state- and federal-law theories (Counts II through V). St. Clair has also raised several tort claims against Mirage and Defendants George J. Moussally and Kenneth L Ford, arising out of Mirage's filing of an action in California Superior Court asserting ownership over the patents-in-suit (Counts VI through IX).

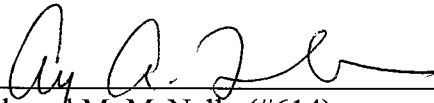
As set forth in the accompanying affidavit of George Moussally, Mirage transferred its right, title, and interest in the patents-in-suit to Kodak, effective as of the close of business on June 10, 2005. Affidavit of George Moussally in support of Eastman Kodak Company's Unopposed Motion for Substitution Pursuant to Fed. R. Civ. P. 25(c), dated June 21, 2005, ¶ 3. Pursuant to the agreement between Kodak and Mirage, Kodak has also assumed the exclusive right to control this and other litigations concerning the patents-in-suit. *Id.* at ¶ 4.

Kodak now owns all of Mirage's interest in the patents-in-suit and is therefore the proper defendant to Counts I through V of St. Clair's complaint, all of which concern ownership of the patents-in-suit. Because the transfer of Mirage's interest in the patents-in-suit occurred during the pendency of this litigation, substitution under Rule 25(c) is appropriate. *See Andrews v. Lakeshore Rehabilitation Hosp.*, 140 F.3d 1405, 1407 (11th Cir. 1998).

Accordingly, Kodak respectfully requests that this Court substitute Kodak as a defendant for Mirage, with respect to Counts I, II, III, IV, and V of the Complaint.

Dated: June 21, 2005

**MORRIS, JAMES, HITCHENS & WILLIAMS LLP**



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**CERTIFICATION PURSUANT TO LOCAL RULE 7.1.1**

Pursuant to District of Delaware Local Rule 7.1.1, counsel for Eastman Kodak Company has consulted with counsel for Plaintiff St. Clair Intellectual Property Consultants and Defendants Mirage Systems, Inc., George J. Moussally, and Kenneth L. Ford. St. Clair has not yet expressed an opinion on Eastman Kodak Company's motion. Defendants Mirage Systems, Inc., George J. Moussally, and Kenneth L. Ford do not oppose this motion.

**MORRIS, JAMES, HITCHENS & WILLIAMS LLP**

A handwritten signature in blue ink, appearing to read 'Ed McNally', is written over a horizontal line.

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Attorneys for Eastman Kodak Company

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ST. CLAIR INTELLECTUAL  
PROPERTY CONSULTANTS, INC., a  
Michigan corporation,

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an individual

Defendants.

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Civil Action No. 05-273 (JJF)

**ORDER**

The above-entitled matter came before the Honorable Joseph J. Farnan on \_\_\_\_\_, 2005 on Eastman Kodak Company's Motion For Substitution Pursuant To Fed. R. Civ. P. 25(c). Based upon the motion and affidavit filed herein and all the files, records, and proceedings herein, and the Court being fully advised,

IT IS HEREBY ORDERED THAT:

Eastman Kodak Company's Motion For Substitution Pursuant to Fed. R. Civ. P. 25(c) is GRANTED.

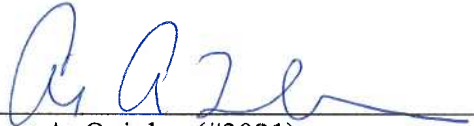
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The Honorable Joseph J. Farnan  
United States District Judge

**CERTIFICATE OF SERVICE**

I, Amy A. Quinlan, Esquire, hereby certify that on this 21st day of June, 2005, I electronically filed the attached Motion for Substitution Pursuant To Fed. R. Civ. P. 25(c) with the Clerk of Court using CM/ECF, which will send notification of such filing to the following:

Frederick L. Cottrell, III, Esquire  
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